

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
W.R. GRACE & CO., <i>et al.</i> , ¹)	Case No. 01-1139 (JFK)
)	Jointly Administered
)	
Debtors.)	Objection Deadline: April 9, 2004
)	Hearing Date: April 26, 2004 at noon

**NOTICE OF MOTION OF MASSACHUSETTS DEPARTMENT
OF ENVIRONMENTAL PROTECTION FOR RELIEF FROM
AUTOMATIC STAY AND SETOFF**

TO: Parties required to receive notice pursuant to Del. Bankr. LR 2002-1.

The Massachusetts Department of Environmental Protection (DEP), by and through the Attorney General of the Commonwealth of Massachusetts, has filed the attached **Motion of the Massachusetts Department of Environmental Protection for Relief from Automatic Stay and Setoff** with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, Delaware, 19801, through the Court's CM/ECF system. A true and correct copy of the Motion is attached hereto.

¹The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.) G C Management Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, CN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Service Corporation, Grace International Holdings, Inc., (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH Inc., Asbestos Management Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.) MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Objections or other responses to the relief requested in the Motion, if any, must be in writing and be filed with the Bankruptcy Court no later than 4:00 p.m. (prevailing Eastern Time) on **April 9, 2004**.

At the same time, you must also serve a copy of the objections or other responses upon the following: (i) counsel for the movant, Massachusetts Department of Environmental Protection, Carol Iancu, Esq., Assistant Attorney General, Commonwealth of Massachusetts, Office of the Attorney General, Environmental Protection Division, 200 Portland Street, 3rd Floor, Boston, MA 02114, (617) 727-2200, ext. 3363, (fax 617-727-9665); (ii) co-counsel for the Debtors, James H.M. Sprayregen, Esq., Kirkland & Ellis LLP, 200 East Randolph Drive, Chicago, Illinois 60601 (fax 312-861-2200), and Laura Davis Jones, Esq., Pachulski, Stang, Ziehl, Young, Jones & Weintraub P.C., 919 North Market Street, Suite 1600, P.O.Box 8705, Wilmington, DE 19899-8705 (Courier 19801) (fax 302-652-4400); (iii) counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esq. Stroock & Stroock & Lavan, 180 Maiden Lane, New York, NY 10038-4982 (fax 212-806-6006), and Michael R. Lastowski, Esq., Duane, Morris & Heckscher, LLP, 1100 N. Market Street, Suite 1200, Wilmington, DE 19801-1246 (fax 302-657-4901); (iv) counsel to the Official Committee of Property Damage Claimants, Scott L. Baena, Esq., Bilzin, Sumberg, Dunn, Baena, Price & Axelrod, First Union Financial Center, 200 South Biscayne Boulevard, Suite 2500, Miami, Florida 33131 (fax 305-374-7593), and Michael B. Joseph, Esq., Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O.Box 1351, Wilmington, DE 19899 (fax 302-575-1714); (v) counsel to the Official Committee of Personal Injury Claimants, Elihu Inselbuch, Esq., Caplin & Drysdale, 399 Park Avenue, 36th Floor, New York, NY 10022 (fax 212-644-6755), and Mark Hurford, Esq., Campbell & Levine, LLC, Chase

Manhattan Centre, 15th Floor, 1201 Market Street, Suite 1500, Wilmington, DE 19801 (fax 302-426-9947); (vi) counsel to the DIP Lenders, J. Douglas Bacon, Esq., Latham & Watkins, Sears Tower, Suite 5800, Chicago, Illinois 60606 (fax 312-993-9767), and Steven M. Yoder, Esq., The Bayard Firm, 222 Delaware Ave., Suite 900, P.O. Box 25130, Wilmington, DE 19899 (fax 302-658-6395); (vii) the Office of the United States Trustee, Attn: Frank J. Perch, Esq., 844 N. King Street, Wilmington, DE 19801 (fax 302-573-6497); and (viii) counsel to the Official Committee of Equity Holders, Thomas M. Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 919 Third Ave., New York, NY 10022 (fax 212-715-8000), and Teresa K.D. Currier, Esq., Klett Rooney Lieber & Schorling, 1000 West Street, Suite 1410, P.O. Box 1397, Wilmington DE 19899-1397 (fax 302-552-4220).

IF NO OBJECTIONS ARE TIMELY FILED AND SERVED IN ACCORDANCE WITH THIS NOTICE, THE BANKRUPTCY COURT MAY GRANT THE RELIEF REQUESTED BY THE MOTION WITHOUT FURTHER NOTICE OR HEARING.

IN THE EVENT THAT ANY OBJECTION OR RESPONSE IS FILED AND SERVED IN ACCORDANCE WITH THIS NOTICE, A HEARING ON THE MOTION WILL BE HELD AT THE BANKRUPTCY COURT ON **APRIL 26, 2004, AT NOON, EASTERN TIME.**

MASSACHUSETTS DEPARTMENT OF
ENVIRONMENTAL PROTECTION

By its attorney,

THOMAS F. REILLY
ATTORNEY GENERAL

/s/ Carol Iancu

By: Carol Iancu, Mass. BBO # 635626
Assistant Attorney General
Massachusetts Office of the Attorney General
Environmental Protection Division
200 Portland Street, 3rd Floor
Boston, MA 02114
(617) 727-2200, ext. 3363

Date: March 19, 2004